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Form **990-PF**

Return of Private Foundation
or Section 4947(a)(1) Trust Treated as Private Foundation

1706

OMB No 1545-0052

2016

Open to Public Inspection

Department of the Treasury
Internal Revenue Service

Do not enter social security numbers on this form as it may be made public.
Information about Form 990-PF and its separate instructions is at www.irs.gov/form990pf.

For calendar year 2016 or tax year beginning 7/1/2016, and ending 6/30/2017

Name of foundation **APPLESTONE FOUNDATION-IMA**
 Number and street (or P O box number if mail is not delivered to street address) **C/O BNY MELLON TRUST OF DELAWARE - P O BOX 185**
 Room/suite _____
 City or town, state or province, country, and ZIP or foreign postal code **Pittsburgh PA 15230-0185**
 Foreign country name _____ Foreign province/state/county _____ Foreign postal code _____

A Employer identification number **84-1663629**
 B Telephone number (see instructions) **(610) 254-1199**

G Check all that apply:
 Initial return Initial return of a former public charity
 Final return Amended return
 Address change Name change

C If exemption application is pending, check here

D 1. Foreign organizations, check here
 2. Foreign organizations meeting the 85% test, check here and attach computation

H Check type of organization: Section 501(c)(3) exempt private foundation **04**
 Section 4947(a)(1) nonexempt charitable trust Other taxable private foundation

E If private foundation status was terminated under section 507(b)(1)(A), check here

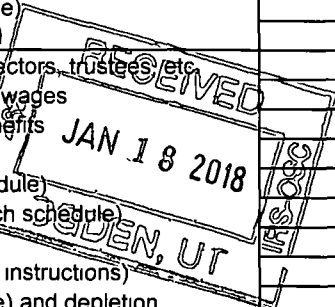
I Fair market value of all assets at end of year (from Part II, col (c), line 16) **\$ 5,274,126**
 J Accounting method: Cash Accrual Other (specify) _____
 (Part I, column (d) must be on cash basis)

F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received (attach schedule)	509,165			
	2 Check <input type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	78,541	77,897		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	151,523			
	b Gross sales price for all assets on line 6a 917,432				
	7 Capital gain net income (from Part IV, line 2)		151,523		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
b Less Cost of goods sold					
c Gross profit or (loss) (attach schedule)					
11 Other income (attach schedule)					
12 Total. Add lines 1 through 11	739,229	229,420	0		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc.				
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)				
	c Other professional fees (attach schedule)	41,066	41,066		
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	1,547	1,547		
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	80	80		
	24 Total operating and administrative expenses. Add lines 13 through 23	42,693	42,693	0	0
25 Contributions, gifts, grants paid	220,100			220,100	
26 Total expenses and disbursements. Add lines 24 and 25	262,793	42,693	0	220,100	
27 Subtract line 26 from line 12					
a Excess of revenue over expenses and disbursements	476,436				
b Net investment income (if negative, enter -0-)		186,727			
c Adjusted net income (if negative, enter -0-)			0		

ENVELOPE POSTMARK DATE JAN 1 2 2018 03/30

SCANNED FEB 2 3 2018



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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value		
Assets	1	Cash—non-interest-bearing				
	2	Savings and temporary cash investments	88,633	80,163	80,163	
	3	Accounts receivable ▶				
		Less allowance for doubtful accounts ▶				
	4	Pledges receivable ▶				
		Less allowance for doubtful accounts ▶				
	5	Grants receivable				
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)				
	7	Other notes and loans receivable (attach schedule) ▶				
		Less allowance for doubtful accounts ▶				
	8	Inventories for sale or use				
	9	Prepaid expenses and deferred charges				
	10a	Investments—U S and state government obligations (attach schedule)				
	b	Investments—corporate stock (attach schedule)				
	c	Investments—corporate bonds (attach schedule)				
	11	Investments—land, buildings, and equipment basis ▶				
	Less accumulated depreciation (attach schedule) ▶					
12	Investments—mortgage loans					
13	Investments—other (attach schedule)	3,495,045	3,918,666	5,193,963		
14	Land, buildings, and equipment basis ▶					
	Less accumulated depreciation (attach schedule) ▶					
15	Other assets (describe ▶)					
16	Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	3,583,678	3,998,829	5,274,126		
Liabilities	17	Accounts payable and accrued expenses				
	18	Grants payable				
	19	Deferred revenue				
	20	Loans from officers, directors, trustees, and other disqualified persons				
	21	Mortgages and other notes payable (attach schedule)				
	22	Other liabilities (describe ▶)				
	23	Total liabilities (add lines 17 through 22)	0	0		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31. <input type="checkbox"/>					
	24	Unrestricted				
	25	Temporarily restricted				
	26	Permanently restricted				
	Foundations that do not follow SFAS 117, check here <input checked="" type="checkbox"/>					
	27	Capital stock, trust principal, or current funds	3,583,678	3,998,829		
	28	Paid-in or capital surplus, or land, bldg, and equipment fund				
29	Retained earnings, accumulated income, endowment, or other funds					
30	Total net assets or fund balances (see instructions)	3,583,678	3,998,829			
31	Total liabilities and net assets/fund balances (see instructions)	3,583,678	3,998,829			

Part III Analysis of Changes in Net Assets or Fund Balances			
1	Total net assets or fund balances at beginning of year—Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	3,583,678
2	Enter amount from Part I, line 27a	2	476,436
3	Other increases not included in line 2 (itemize) ▶ See Attached Statement	3	1,905
4	Add lines 1, 2, and 3	4	4,062,019
5	Decreases not included in line 2 (itemize) ▶ See Attached Statement	5	63,190
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	3,998,829

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co.)		(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a See Attached Statement				
b				
c				
d				
e				
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)	
a				
b				
c				
d				
e				
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))	
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any		
a				
b				
c				
d				
e				
2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }			2	151,523
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8 }			3	0

Part V Qualification Under Section 4940(e) for Reduced Tax on Net Investment Income

(For optional use by domestic private foundations subject to the section 4940(a) tax on net investment income.)

If section 4940(d)(2) applies, leave this part blank.

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? Yes No
If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part.

1 Enter the appropriate amount in each column for each year, see the instructions before making any entries

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2015	235,979	4,310,776	0.054742
2014	267,410	4,779,830	0.055946
2013	198,972	4,140,975	0.048050
2012	185,131	3,809,328	0.048599
2011	195,551	3,665,513	0.053349
2 Total of line 1, column (d)			2 0.260686
3 Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years			3 0.052137
4 Enter the net value of noncharitable-use assets for 2016 from Part X, line 5			4 4,542,767
5 Multiply line 4 by line 3			5 236,846
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 1,867
7 Add lines 5 and 6			7 238,713
8 Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions			8 220,100

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948—see instructions)

1a	Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)			
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b	1	3,735	
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)			
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	2	0	
3	Add lines 1 and 2	3	3,735	
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	4		
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5	3,735	
6	Credits/Payments:			
a	2016 estimated tax payments and 2015 overpayment credited to 2016	6a	771	
b	Exempt foreign organizations—tax withheld at source	6b		
c	Tax paid with application for extension of time to file (Form 8868)	6c		
d	Backup withholding erroneously withheld	6d		
7	Total credits and payments Add lines 6a through 6d	7	771	
8	Enter any penalty for underpayment of estimated tax Check here <input type="checkbox"/> if Form 2220 is attached	8		
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed Pd w/ Ext	9	2,964	
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	0	
11	Enter the amount of line 10 to be Credited to 2017 estimated tax Refunded	11	0	

Part VII-A Statements Regarding Activities

	Yes	No
1a		X
1b		X
1c		X
2		X
3		X
4a		X
4b	N/A	
5		X
6	X	
7	X	
8b	X	
9		X
10		X

2

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11	Yes	No
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ▶ N/A	13	X	
14	The books are in care of ▶ BNY MELLON, N A Telephone no ▶ (610) 254-1199 Located at ▶ P.O. BOX 185, PITTSBURGH, PA ZIP+4 ▶ 15230-0185			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041—Check here and enter the amount of tax-exempt interest received or accrued during the year ▶ 15 N/A			
16	At any time during calendar year 2016, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes," enter the name of the foreign country ▶	16	Yes	No
				X

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.

		Yes	No
1a	During the year did the foundation (either directly or indirectly)		
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No		
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here ▶ <input type="checkbox"/>	1b	X
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2016?	1c	X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))		
a	At the end of tax year 2016, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2016? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years ▶ 20____, 20____, 20____, 20____		
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see instructions)	2b	N/A
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ▶ 20____, 20____, 20____, 20____		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If "Yes," did it have excess business holdings in 2016 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2016)	3b	N/A
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2016?	4b	X

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required (continued)

5a During the year did the foundation pay or incur any amount to:

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? Yes No

(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? Yes No

(3) Provide a grant to an individual for travel, study, or other similar purposes? Yes No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? (see instructions) Yes No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? Yes No

b If any answer is "Yes" to 5a(1)–(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? Yes No

Organizations relying on a current notice regarding disaster assistance check here

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? Yes No

If "Yes," attach the statement required by Regulations section 53.4945–5(d) N/A

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? Yes No

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? Yes No

If "Yes" to 6b, file Form 8870

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? Yes No

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? Yes No

5b	N/A	
6b		X
7b	N/A	

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors

1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
MICHAEL MORAN P O BOX 383, NEWARK ROAD UNIONVILLE, PA 193	TRUSTEE 1 00	0	NONE	NONE
ANNE MORAN P O BOX 383, NEWARK ROAD UNIONVILLE, PA 193	SECRETARY 1 00	0	NONE	NONE

2 Compensation of five highest-paid employees (other than those included on line 1—see instructions). If none, enter "NONE."

(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE				

Total number of other employees paid over \$50,000 NONE

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)

3 Five highest-paid independent contractors for professional services (see instructions). If none, enter "NONE."

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		
.....		
.....		
.....		
.....		

Total number of others receiving over \$50,000 for professional services ▶ NONE

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc	Expenses
1 NONE	
2	
3	
4	

Part IX-B Summary of Program-Related Investments (see instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 NONE	
2	
All other program-related investments See instructions	

Total. Add lines 1 through 3 ▶ NONE

Part X Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see instructions.)

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
a	Average monthly fair market value of securities	1a	4,534,761
b	Average of monthly cash balances	1b	77,185
c	Fair market value of all other assets (see instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	4,611,946
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	4,611,946
4	Cash deemed held for charitable activities Enter 1½ % of line 3 (for greater amount, see instructions)	4	69,179
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	4,542,767
6	Minimum investment return. Enter 5% of line 5	6	227,138

Part XI Distributable Amount (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here and do not complete this part)

1	Minimum investment return from Part X, line 6	1	227,138
2a	Tax on investment income for 2016 from Part VI, line 5	2a	3,735
b	Income tax for 2016 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	3,735
3	Distributable amount before adjustments Subtract line 2c from line 1	3	223,403
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	223,403
6	Deduction from distributable amount (see instructions)	6	
7	Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1	7	223,403

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes		
a	Expenses, contributions, gifts, etc.—total from Part I, column (d), line 26	1a	220,100
b	Program-related investments—total from Part IX-B	1b	NONE
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	220,100
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see instructions)	5	
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	220,100

Note. The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2015	(c) 2015	(d) 2016
1 Distributable amount for 2016 from Part XI, line 7				223,403
2 Undistributed income, if any, as of the end of 2016				
a Enter amount for 2015 only			0	
b Total for prior years 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2016				
a From 2011				
b From 2012				
c From 2013				
d From 2014			29,119	
e From 2015			21,982	
f Total of lines 3a through e	51,101			
4 Qualifying distributions for 2016 from Part XII, line 4 ▶ \$ 220,100				
a Applied to 2015, but not more than line 2a				
b Applied to undistributed income of prior years (Election required—see instructions)				
c Treated as distributions out of corpus (Election required—see instructions)				
d Applied to 2016 distributable amount				220,100
e Remaining amount distributed out of corpus				
5 Excess distributions carryover applied to 2016 (If an amount appears in column (d), the same amount must be shown in column (a))	3,303			3,303
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	47,798			
b Prior years' undistributed income Subtract line 4b from line 2b		0		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b Taxable amount—see instructions				
e Undistributed income for 2015 Subtract line 4a from line 2a Taxable amount—see instructions			0	
f Undistributed income for 2016 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2017				0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required—see instructions)				
8 Excess distributions carryover from 2011 not applied on line 5 or line 7 (see instructions)				
9 Excess distributions carryover to 2017. Subtract lines 7 and 8 from line 6a	47,798			
10 Analysis of line 9				
a Excess from 2012				
b Excess from 2013				
c Excess from 2014			25,816	
d Excess from 2015			21,982	
e Excess from 2016				

Part XV Supplementary Information (continued)

3 Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
<p>a <i>Paid during the year</i> See Attached Statement</p>				
Total				▶ 3a 220,100
<p>b <i>Approved for future payment</i> NONE</p>				
Total				▶ 3b NONE

APPLESTONE FOUNDATION-IMA

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Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year

Recipient(s) paid during the year

Name

NATURAL LANDS TRUST

Street

1031 PALMERS MILL ROAD

City

MEDIA

State

PA

Zip Code

19063

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL OPERATING PURPOSES

Amount

8,500

Name

UNIVERSITY OF GEORGIA

Street

220 SOUTH JACKSON STREET

City

ATHENS

State

GA

Zip Code

30602

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL OPERATING PURPOSES

Amount

13,000

Name

DELAWARE COUNTY COMMUNITY COLLEGE

Street

901 MEDIA LINE ROAD

City

MEDIA

State

PA

Zip Code

19063

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL OPERATING PURPOSES

Amount

3,000

Name

LYCOMING COLLEGE

Street

700 COLLEGE PLACE

City

WILLIAMSPORT

State

PA

Zip Code

17701

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL OPERATING PURPOSES

Amount

3,000

Name

UNIVERSITY OF NEW HAVEN

Street

300 BOSTON POST ROAD

City

WEST HAVEN

State

CT

Zip Code

06516

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL OPERATING PURPOSES

Amount

3,000

Name

VIRGINIA TECH

Street

925 PRICES FORK ROAD

City

BLACKSBURG

State

VA

Zip Code

24061

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL OPERATING PURPOSES

Amount

3,000

APPLESTONE FOUNDATION-IMA

84-1663629 Page 2 of 5

Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year

Recipient(s) paid during the year

Name

WEST CHESTER UNIVERSITY

Street

700 SOUTH HIGH STREET

City

WEST CHESTER

State

PA

Zip Code

19382

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL OPERATING PURPOSES

Amount

3,000

Name

TICK TOCK EARLY LEARNING CENTER

Street

1694 BALTIMORE PIKE

City

AVONDALE

State

PA

Zip Code

19311

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL OPERATING PURPOSES

Amount

4,000

Name

PENN STATE UNIVERSITY

Street

UNIVERSITY PARK

City

STATE COLLEGE

State

PA

Zip Code

16801

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL OPERATING PURPOSES

Amount

9,000

Name

SHIPPENSBURG UNIVERSITY

Street

1871 OLD MAIN DRIVE

City

SHIPPENSBURG

State

PA

Zip Code

17257

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL OPERATING PURPOSES

Amount

6,000

Name

GEORGE MASON UNIVERSITY

Street

4400 UNIVERSITY DRIVE

City

FAIRFAX

State

VA

Zip Code

22030

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL OPERATING PURPOSES

Amount

3,000

Name

ST JOSEPH'S UNIVERSITY

Street

5600 CITY AVENUE

City

PHILADELPHIA

State

PA

Zip Code

19131

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL OPERATING PURPOSES

Amount

3,000

APPLESTONE FOUNDATION-IMA

84-1663629 Page 3 of 5

Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year

Recipient(s) paid during the year

Name

BRANDYWINE RED CLAY ALLIANCE

Street

1760 UNIONVILLE WAWASET ROAD

City

WEST CHESTER

State

PA

Zip Code

19382

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL OPERATING PURPOSES

Amount

3,500

Name

KENNETT CONSOLIDATED SCHOOL DISTRICT

Street

100 EAST SOUTH STREET

City

KENNETT SQUARE

State

PA

Zip Code

19348

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL OPERATING PURPOSES

Amount

21,000

Name

UNIONVILLE HIGH SCHOOL

Street

750 UNIONVILLE ROAD

City

KENNETT SQUARE

State

PA

Zip Code

19348

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL OPERATING PURPOSES

Amount

21,000

Name

ONE 22

Street

170 GLENWOOD STREET

City

JACKSON

State

WY

Zip Code

83001

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL OPERATING PURPOSES

Amount

8,500

Name

YOUNG MOMS

Street

122 ROSEHILL AVENUE

City

WEST GROVE

State

PA

Zip Code

19390

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL OPERATING PURPOSES

Amount

8,500

Name

KENNETT AREA YMCA

Street

101 RACE STREET

City

KENNETT SQUARE

State

PA

Zip Code

19348

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL OPERATING PURPOSES

Amount

9,000

APPLESTONE FOUNDATION-IMA

84-1663629 Page 4 of 5

Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year

Recipient(s) paid during the year

Name

FAIRVILLE FRIENDS SCHOOL

Street

216 POND VIEW

City

CHADDS FORD

State

PA

Zip Code

19317

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL OPERATING PURPOSES

Amount

10,000

Name

UNION COLLEGE

Street

807 UNION STREET

City

SCHENECTADY

State

NY

Zip Code

12308

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL OPERATING PURPOSES

Amount

4,000

Name

UPLAND COUNTRY DAY SCHOOL

Street

420 WEST STREET ROAD

City

KENNETT SQUARE

State

PA

Zip Code

19348

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL OPERATING PURPOSES

Amount

4,000

Name

CHESTER COUNTY FOOD BANK

Street

650 PENNSYLVANIA DRIVE

City

EXTON

State

PA

Zip Code

19341

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL OPERATING PURPOSES

Amount

14,250

Name

MAIN LINE ANIMAL RESCUE

Street

1149 PIKE SPRINGS ROAD

City

CHESTER SPRINGS

State

PA

Zip Code

19425

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL OPERATING PURPOSES

Amount

3,000

Name

ST LAWRENCE UNIVERSITY

Street

23 ROMODA DRIVE

City

CANTON

State

NY

Zip Code

13617

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL OPERATING PURPOSES

Amount

4,750

Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year

Recipient(s) paid during the year

Name
WESTMINSTER SCHOOL

Street
995 HOPMEADOW STREET

City SIMSBURY	State CT	Zip Code 06070	Foreign Country
Relationship NONE	Foundation Status PC		
Purpose of grant/contribution GENERAL OPERATING PURPOSES			Amount 4,750

Name
KENNETT AFTER SCHOOL ASSOCIATION

Street
P O BOX 1068

City KENNETT SQUARE	State PA	Zip Code 19348	Foreign Country
Relationship NONE	Foundation Status PC		
Purpose of grant/contribution GENERAL OPERATING PURPOSES			Amount 15,250

Name
CHESTER COUNTY EXTENSION

Street
601 WESTTOWN ROAD #370

City WEST CHESTER	State PA	Zip Code 19380	Foreign Country
Relationship NONE	Foundation Status PC		
Purpose of grant/contribution GENERAL OPERATING PURPOSES			Amount 10,000

Name
KENNETT AREA COMMUNITY SERVICES

Street
136 WEST CEDAR STREET

City KENNETT SQUARE	State PA	Zip Code 19348	Foreign Country
Relationship NONE	Foundation Status PC		
Purpose of grant/contribution GENERAL OPERATING PURPOSES			Amount 10,000

Name
COMMUNITY FOUNDATION OF TETON VALLEY

Street
175 NORTH MAIN STREET

City DRIGGS	State ID	Zip Code 83422	Foreign Country
Relationship NONE	Foundation Status PC		
Purpose of grant/contribution GENERAL OPERATING PURPOSES			Amount 7,100

Name

Street

City	State	Zip Code	Foreign Country
Relationship	Foundation Status		
Purpose of grant/contribution			Amount

Part I, Line 6 (990-PF) - Gain/Loss from Sale of Assets Other Than Inventory

Long Term CG Distributions Short Term CG Distributions	Description	CUSIP #	Check "X" to include in Part IV	Purchaser	Check "X" if Purchaser is a Business	Acquisition Method	Date Acquired	Date Sold	Gross Sales Price	Cost or Other Basis	Valuation Method	Expense of Sale and Cost of Improvements	Depreciation	Adjustments	Net Gain or Loss	Totals	
																Gross Sales	Capital Gains/Losses Other sales
			27,975						917,432				765,909		151,523		
1	FACEBOOK INC-A	30303M102	X				5/4/2015	9/30/2016	2,560	1,811					749		
2	FACEBOOK INC-A	30303M102	X				5/4/2015	11/14/2016	3,594	2,445					1,149		
3	FACEBOOK INC-A	30303M102	X				5/4/2015	11/16/2016	2,224	1,498					726		
4	FACEBOOK INC-A	30303M102	X				12/16/2014	11/16/2016	234	151					83		
5	FACEBOOK INC-A	30303M102	X				5/14/2015	12/12/2016	10,132	6,973					3,159		
6	FACEBOOK INC-A	30303M102	X				6/2/2015	12/12/2016	2,356	1,812					544		
7	FACEBOOK INC-A	30303M102	X				12/16/2014	1/3/2017	2,214	1,432					782		
8	GENERAL ELECTRIC CO	369604103	X				12/22/2016	6/16/2017	12,716	12,388					328		
9	HALLIBURTON CO	406216101	X				12/16/2014	10/28/2016	5,142	3,305					1,837		
10	HALLIBURTON CO	406216101	X				12/10/2014	10/28/2016	1,402	1,071					331		
11	HALLIBURTON CO	406216101	X				9/16/2015	10/28/2016	467	387					80		
12	HALLIBURTON CO	406216101	X				12/31/2014	16/8/2017	2,830	1,965					865		
13	HALLIBURTON CO	406216101	X				2/22/2007	16/2/2017	1,132	820					312		
14	HALLIBURTON CO	406216101	X				6/29/2015	7/6/2016	11,067	10,791					276		
15	HARTFORD FINL SVCS GRO	416515104	X				10/20/2014	7/20/2016	3,928	3,283					645		
16	HARTFORD FINL SVCS GRO	416515104	X				12/1/2004	10/6/2016	2,775	860					1,915		
17	HONEYWELL INTL INC	438516106	X				10/7/2016	11/1/2016	2,756	3,049					-293		
18	INTEL CORP	458140100	X				10/7/2016	11/16/2016	347	381					-34		
19	INTEL CORP	458140100	X				6/23/2016	11/16/2016	3,125	2,968					157		
20	INTEL CORP	458140100	X				6/23/2016	11/16/2016	4,148	3,628					520		
21	INTEL CORP	458140100	X				6/23/2016	2/10/2017	3,521	3,298					223		
22	INTEL CORP	458140100	X				6/23/2016	3/13/2017	5,258	4,947					311		
23	INTEL CORP	458140100	X				6/30/2016	3/13/2017	1,402	1,298					104		
24	INTERCONTINENTAL EXCHA	45868F104	X				11/7/2013	7/20/2016	6,572	3,278					3,294		
25	INTERCONTINENTAL EXCHA	45868F104	X				5/14/2015	8/15/2016	2,604	1,703					899		
26	FACEBOOK INC-A	30303M102	X				9/2/2013	6/9/2017	15,862	9,367					6,495		
27	INTERCONTINENTAL EXCHA	45868F104	X				7/7/2014	6/9/2017	319	189					130		
28	INTERCONTINENTAL EXCHA	45868F104	X				8/4/2015	10/6/2016	2,608	2,205					403		
29	JOHNSON & JOHNSON	478160104	X				7/9/2015	1/31/2017	4,951	4,951					0		
30	JOHNSON & JOHNSON	478160104	X				8/3/2015	1/31/2017	4,853	4,285					568		
31	JOHNSON & JOHNSON	478160104	X				7/31/2015	2/2/2017	1,582	1,405					177		
32	JOHNSON & JOHNSON	478160104	X				8/3/2015	2/2/2017	5,646	5,000					646		
33	JOHNSON & JOHNSON	478160104	X				9/2/2015	2/2/2017	3,389	2,797					592		
34	JOHNSON & JOHNSON	478160104	X				10/23/2015	2/2/2017	3,389	3,000					389		
35	JOHNSON & JOHNSON	478160104	X				12/2/2016	6/7/2017	3,173	3,271					-98		
36	LULLY EL & CO	532457108	X				11/24/2015	11/8/2016	9,037	9,309					-272		
37	LOWE'S COMPANIES INC	548661107	X				11/24/2015	1/30/2017	6,770	6,661					-109		
38	MARATHON PETROLEUM CO	56585A102	X				11/12/2015	1/30/2017	7,254	8,208					-954		
39	MARATHON PETROLEUM CO	56585A102	X				2/11/2016	1/30/2017	484	308					176		
40	MARATHON PETROLEUM CO	56585A102	X				11/12/2015	1/30/2017	7,254	8,208					-954		
41	MARATHON PETROLEUM CO	56585A102	X				2/11/2016	1/30/2017	484	308					176		
42	MARATHON PETROLEUM CO	56585A102	X				2/11/2016	1/30/2017	484	308					176		
43	MARATHON PETROLEUM CO	56585A102	X				2/11/2016	1/30/2017	484	308					176		
44	MARATHON PETROLEUM CO	56585A102	X				2/11/2016	1/30/2017	484	308					176		
45	MICROSOFT CORPORATION	594918104	X				9/22/2015	9/22/2016	3,322	2,663					659		
46	MICROSOFT CORPORATION	594918104	X				9/22/2015	10/3/2016	4,027	3,953					74		
47	MICROSOFT CORPORATION	594918104	X				1/5/2017	3/6/2017	2,281	1,745					536		
48	MICRON TECHNOLOGY INC	595112103	X				1/5/2017	4/7/2017	1,137	892					245		
49	MICRON TECHNOLOGY INC	595112103	X				1/5/2017	6/1/2017	1,137	892					245		
50	MICRON TECHNOLOGY INC	595112103	X				12/12/2016	6/1/2017	611	223					388		
51	MICRON TECHNOLOGY INC	595112103	X				1/3/2017	6/1/2017	1,120	400					720		
52	MICRON TECHNOLOGY INC	595112103	X				12/12/2016	6/1/2017	1,120	400					720		
53	NETFLIX COM INC	64110L106	X				1/7/2016	6/23/2017	639	3,439					-2,800		
54	NETFLIX COM INC	64110L106	X				1/7/2016	7/19/2016	2,477	2,950					-473		
55	NETFLIX COM INC	64110L106	X				11/3/2016	7/19/2016	2,950	2,950					0		
56	NETFLIX COM INC	64110L106	X				10/20/2016	1/5/2017	1,281	1,631					-350		
57	JOHNSON & JOHNSON	478160104	X				8/4/2015	1/31/2017	113	100					13		
58	JOHNSON & JOHNSON	478160104	X				9/24/2015	1/31/2017	3,386	2,768					618		
59	ADOBE SYSTEMS INC	00724F101	X				3/30/2016	7/12/2016	975	939					36		
60	ADOBE SYSTEMS INC	00724F101	X				3/31/2016	7/12/2016	975	939					36		
61	ADOBE SYSTEMS INC	00724F101	X				8/4/2015	9/30/2016	1,513	1,149					364		
62	ADOBE SYSTEMS INC	00724F101	X				10/17/2016	6/23/2017	721	540					181		
63	ADVANSIX INC	00773T101	X				7/28/2015	10/6/2016	42	42					0		
64	ADVANSIX INC	00773T101	X				3/21/2009	10/6/2016	98	34					64		
65	ADVANSIX INC	00773T101	X				3/21/2009	11/3/2016	14	4					10		
66	ADVANSIX INC	00773T101	X				7/28/2015	11/3/2016	3	1					2		
67	AETNA INC	00817Y108	X				2/3/2016	10/26/2016	8,213	7,452					761		
68	AETNA INC	00817Y108	X				11/3/2016	11/4/2016	10,017	9,928					89		
69	AGILENT TECHNOLOGIES IN	00946U101	X				12/9/2015	10/6/2016	1,415	1,238					177		
70	AGILENT TECHNOLOGIES IN	00946U101	X				12/9/2015	10/18/2016	3,180	2,889					291		
71	ALPHABET INC/CA-CL A	02079K305	X				9/23/2016	12/2/2016	2,288	2,445					-157		
72	ALPHABET INC/CA-CL A	02079K305	X				6/8/2017	6/8/2017	387	387					0		

Part I, Line 6 (990-PF) - Gain/Loss from Sale of Assets Other Than Inventory

Description	CUSIP #	Amount	Check "X" to include in Part IV	Purchaser	Check "X" if Purchaser is a Business	Acquisition Method	Date Acquired	Date Sold	Capital Gains/Losses		Gross Sales Price	Cost or Other Basis	Valuation Method	Cost or Other Basis, Expenses, Depreciation and Adjustments		Adjustments	Net Gain or Loss
									Gross Sales	Other sales				Expense of Sale and Cost of Improvements	Depreciation		
73 AT&T INC	00208R102	27,975	X				6/8/2016	6/8/2017	6,932	7,174	917,432	765,909	0	0	0	0	-242
74 ALPHABET INC/CA-CL A	02079K305		X				8/2/2016	12/2/2016	763	797							-34
75 ALPHABET INC/CA-CL A	02079K305		X				10/27/2016	12/2/2016	1,525	1,637							-112
76 ALPHABET INC/CA-CL A	02079K305		X				8/2/2016	12/7/2016	2,331	2,391							-60
77 ALPHABET INC/CA-CL A	02079K305		X				7/17/2015	1/3/2017	777	896							81
78 ALPHABET INC/CA-CL A	02079K305		X				6/24/2015	3/8/2017	344	386							338
79 AMERICAN TOWER CORP	03027X100		X				6/24/2015	6/21/2017	392	289							109
80 AMERICAN TOWER CORP	03027X100		X				6/25/2015	1/4/2017	1,436	1,047							389
81 AMERICAN TOWER CORP	03027X100		X				6/25/2015	6/21/2017	1,697	1,235							462
82 AMERICAN TOWER CORP	03027X100		X				7/6/2015	10/12/2015	3,027	2,922							105
83 AMGEN INC	031162100		X				2/4/2014	10/19/2016	6,298	4,636							1,762
84 AMGEN INC	031162100		X				10/12/2015	10/19/2016	484	484							23
85 AMGEN INC	037833100		X				6/5/2009	9/8/2016	2,747	537							2,210
86 APPLE INC	037833100		X				6/5/2009	11/14/2016	3,271	641							2,630
87 APPLE INC	037833100		X				3/27/2009	11/14/2016	422	61							361
88 APPLE INC	037833100		X				3/13/2017	6/8/2017	2,847	2,644							303
89 APPLE INC	037833100		X				3/13/2017	6/16/2017	1,284	1,252							32
90 APPLE INC	037833100		X				3/13/2017	6/21/2017	1,459	1,392							67
91 APPLE INC	037833100		X				12/22/2014	5/9/2017	22,140	22,500							-360
92 BNY MELLON SIT US GOV SE	05569M780		X				12/17/2012	5/9/2017	92	97							-5
93 BNY MELLON INTERMEDIATE	05569M814		X				9/22/2009	5/9/2017	14,908	15,314							-406
94 BNY MELLON INTERMEDIATE	05569M814		X				11/13/2008	5/9/2017	40,000	38,689							1,311
95 BNY MELLON INTERMEDIATE	05569M814		X				8/23/2011	5/9/2017	30,000	31,828							-1,828
96 BNY MELLON BOND FUND-M	05569M830		X				5/11/2015	12/12/2016	2,045	1,491							554
97 BANK OF AMERICA CORP	060505104		X				2/25/2015	12/12/2016	5,225	3,795							1,430
98 BANK OF AMERICA CORP	060505104		X				4/1/2015	1/5/2017	15,513	9,418							6,095
99 BANK OF AMERICA CORP	060505104		X				6/25/2015	3/1/2017	1,526	1,048							478
100 BANK OF AMERICA CORP	060505104		X				2/4/2014	12/19/2016	6,556	9,228							-672
101 BIOGEN INC	09062X103		X				8/25/2015	8/11/2016	2,428	2,584							-156
102 CVS HEALTH CORPORATION	126850100		X				9/22/2015	8/11/2016	4,755	4,894							-139
103 CVS HEALTH CORPORATION	126850100		X				12/6/2016	3/6/2017	2,991	3,067							-76
104 CABOT OIL & GAS CORP CL	127097103		X				12/17/2016	3/6/2017	1,153	1,167							-14
105 CABOT OIL & GAS CORP CL	127097103		X				12/18/2016	3/6/2017	2,938	2,453							485
106 CABOT OIL & GAS CORP CL	127097103		X				12/9/2016	3/6/2017	2,305	2,181							124
107 CABOT OIL & GAS CORP CL	127097103		X				1/21/2014	10/4/2016	2,190	2,181							9
108 CAPITAL ONE FINANCIAL CO	14040H105		X				1/22/2014	10/4/2016	6,571	6,544							27
109 CAPITAL ONE FINANCIAL CO	14040H105		X				1/22/2014	10/4/2016	3,650	3,635							15
110 CAPITAL ONE FINANCIAL CO	14040H105		X				4/15/2013	10/5/2016	12,530	9,145							3,385
111 CAPITAL ONE FINANCIAL CO	14040H105		X				1/22/2014	10/5/2016	1,474	1,454							20
112 CAPITAL ONE FINANCIAL CO	14040H105		X				8/4/2014	9/14/2016	6,027	5,673							354
113 CARDINAL HEALTH INC	14149Y108		X				6/5/2014	9/14/2016	4,520	4,271							249
114 CARDINAL HEALTH INC	14149Y108		X				8/22/2011	7/7/2016	3,781	3,553							228
115 CHEVRON CORPORATION	166764100		X				11/9/2016	1/24/2017	6,885	4,234							2,651
116 CITIZENS FINANCIAL GROUP	174810105		X				9/30/2016	1/28/2016	4,556	3,851							705
117 COGNIZANT TECHNOLOGY S	192446102		X				8/19/2015	8/18/2016	676	605							71
118 COMCAST CORP CL A	20030N101		X				1/8/2014	8/18/2016	1,351	1,084							267
119 COMCAST CORP CL A	20030N101		X				7/19/2016	8/19/2016	3,126	3,356							-230
120 COMCAST CORP CL A	20030N101		X				4/16/2012	9/2/2016	3,301	1,484							1,817
121 COMCAST CORP CL A	20030N101		X				1/8/2014	9/22/2016	2,013	1,596							417
122 COMCAST CORP CL A	20030N101		X				4/16/2012	11/15/2016	3,349	1,484							1,865
123 COMCAST CORP CL A	20030N101		X				1/8/2014	11/15/2016	2,009	1,596							413
124 COMCAST CORP CL A	20030N101		X				3/17/2016	9/27/2016	9,929	7,103							2,826
125 DEVON ENERGY CORPORAT	25179M103		X				1/6/2016	8/23/2016	3,036	2,742							294
126 DOMINION RES INC VA NEW	25746L109		X				9/22/2009	4/20/2017	31,276	30,000							1,276
127 DREYFUS INF LN ADJ SEC	261967780		X				12/3/2010	4/20/2017	73	73							0
128 DREYFUS INF LN ADJ SEC	261967780		X				12/3/2010	4/20/2017	271	298							-27
129 DREYFUS INF LN ADJ SEC	261967780		X				12/20/2012	4/20/2017	1,207	1,312							-105
130 DREYFUS INF LN ADJ SEC	261967780		X				5/31/2016	12/7/2016	1,879	1,879							-1,070
131 DYNEGY INC/NEW	26817R108		X				6/1/2016	12/7/2016	566	1,374							-808
132 DYNEGY INC/NEW	26817R108		X				3/18/2016	12/8/2016	1,767	3,551							-1,784
133 DYNEGY INC/NEW	26817R108		X				3/18/2016	12/8/2016	562	959							-397
134 DYNEGY INC/NEW	26817R108		X				3/17/2016	12/8/2016	409	685							-276
135 DYNEGY INC/NEW	26817R108		X				3/17/2016	12/8/2016	82	136							-54
136 DYNEGY INC/NEW	26817R108		X				3/17/2016	12/8/2016	2,562	4,217							-1,655
137 DYNEGY INC/NEW	26817R108		X				10/27/2016	6/23/2017	449	332							117
138 ELECTRONIC ARTS INC	28551Z109		X				5/14/2015	7/11/2016	944	649							295
139 FACEBOOK INC-A	30303M102		X				8/22/2011	10/18/2016	3,635	1,433							2,202
140 FACEBOOK INC-A	30303M102		X				6/21/2010	10/20/2016	7,256	2,416							4,840
141 SALESFORCE COM INC	79466L302		X				11/16/2016	6/8/2017	1,838	1,492							346
142 SALESFORCE COM INC	79466L302		X				11/16/2016	6/8/2017	1,492	1,194							298
143 TAIWAN SEMICONDUCTOR N	874039100		X				11/16/2016	6/16/2017	1,429	1,194							235

Totals: Gross Sales 917,432; Capital Gains/Losses Other sales 765,909; Net Gain or Loss 151,523

Part I, Line 6 (990-PF) - Gain/Loss from Sale of Assets Other Than Inventory

Description	CUSIP #	Check "X" to include in Part IV	Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Date Sold	Gross Sales Price	Cost or Other Basis	Valuation Method	Expense of Sale and Cost of Improvements	Depreciation	Adjustments	Net Gain or Loss	Totals		
														Capital Gains/Losses	Other sales	
Long Term CG Distributions	Short Term CG Distributions	Amount												917,432	765,909	151,523
145 TIME WARNER INC	887317303	X			11/20/2014	3/16/2017	984	815						0	0	169
146 TIME WARNER INC	887317303	X			3/16/2014	3/16/2017	7,874	6,052						0	0	1,812
147 TIME WARNER INC	887317303	X			8/14/2014	3/17/2017	1,968	1,516						0	0	452
148 TIME WARNER INC	887317303	X			8/13/2014	3/17/2017	4,919	3,708						0	0	1,211
149 TIME WARNER INC	887317303	X			2/3/2016	3/23/2017	12,854	9,210						0	0	3,644
150 TIME WARNER INC	887317303	X			8/13/2014	6/29/2017	3,994	2,968						0	0	1,028
151 SALESFORCE COM INC	794661302	X			8/18/2016	10/17/2016	1,459	1,539						0	0	-80
152 PEPSICO INC	713448108	X			6/1/2012	16/2017	5,650	3,648						0	0	2,002
153 PRIZER INC	717081103	X			3/21/2009	10/6/2016	2,563	146						0	0	189
154 PRIZER INC	717081103	X			5/24/2017	5/24/2017	1,123	1,123						0	0	1,440
155 PRIZER INC	717081103	X			7/7/2009	5/24/2017	1,154	527						0	0	627
156 PRIZER INC	717081103	X			7/7/2009	5/24/2017	7,017	3,207						0	0	3,810
157 PHILIP MORRIS INTERNAT	718172109	X			4/30/2015	10/3/2016	5,938	4,995						0	0	843
158 PHILIP MORRIS INTERNAT	718172109	X			9/29/2015	10/3/2016	1,948	1,572						0	0	374
159 PIONEER NATURAL RESOUR	723787107	X			2/17/2015	6/25/2016	3,245	2,830						0	0	415
160 PIONEER NATURAL RESOUR	723787107	X			11/3/2016	3/6/2017	3,292	2,926						0	0	366
161 PIONEER NATURAL RESOUR	723787107	X			2/17/2015	3/6/2017	194	157						0	0	37
162 PROCTER & GAMBLE CO	742718109	X			11/3/2015	5/12/2017	2,583	2,733						0	0	-150
163 PROCTER & GAMBLE CO	742718109	X			1/26/2016	5/12/2017	3,445	3,164						0	0	281
164 PROCTER & GAMBLE CO	742718109	X			1/6/2016	5/12/2017	861	780						0	0	81
165 QUALCOMM INC	747525103	X			10/27/2016	3/17/2017	2,898	3,513						0	0	-617
166 QUALCOMM INC	747525103	X			10/14/2016	3/17/2017	1,158	1,312						0	0	-154
167 QUALCOMM INC	747525103	X			10/14/2016	4/20/2017	1,573	1,958						0	0	-385
168 QUALCOMM INC	747525103	X			9/2/2016	4/20/2017	2,097	2,535						0	0	-438
169 QUALCOMM INC	747525103	X			9/2/2016	5/11/2017	3,818	4,437						0	0	-619
170 QUALCOMM INC	747525103	X			9/2/2016	5/30/2017	3,441	3,803						0	0	-362
171 QUALCOMM INC	747525103	X			9/2/2016	5/30/2017	2,294	2,511						0	0	-217
172 PRIZER INC	717081103	X			1/6/2015	9/14/2016	3,391	3,251						0	0	140
173 PRIZER INC	717081103	X			6/26/2015	9/14/2016	2,713	2,738						0	0	-25
174 PRIZER INC	717081103	X			10/22/2013	9/14/2016	339	307						0	0	32
175 SALESFORCE COM INC	794661302	X			6/21/2010	7/11/2016	814	242						0	0	572
176 PEZIZER INC	717081103	X			10/22/2013	10/6/2016	1,677	1,536						0	0	141
177 NVIDIA CORP	67066G104	X			11/11/2016	6/13/2017	1,944	1,129						0	0	815
178 NVIDIA CORP	67066G104	X			11/11/2016	6/16/2017	1,370	782						0	0	588
179 NVIDIA CORP	67066G104	X			4/7/2017	6/23/2017	472	301						0	0	171
180 NVIDIA CORP	67066G104	X			10/20/2016	6/23/2017	472	203						0	0	269
181 PALO ALTO NETWORKS INC	697435105	X			10/27/2015	7/21/2016	2,534	3,171						0	0	-637
182 PALO ALTO NETWORKS INC	697435105	X			3/31/2015	7/21/2016	380	441						0	0	-61
183 PALO ALTO NETWORKS INC	697435105	X			5/4/2015	7/22/2016	519	613						0	0	-94
184 PALO ALTO NETWORKS INC	697435105	X			4/7/2015	8/1/2016	6,566	7,433						0	0	-867
185 PALO ALTO NETWORKS INC	697435105	X			5/4/2015	8/1/2016	1,931	2,298						0	0	-367
186 PALO ALTO NETWORKS INC	697435105	X			3/31/2015	8/2/2016	3,674	4,267						0	0	-593
187 PALO ALTO NETWORKS INC	697435105	X			3/25/2015	3/1/2017	5,116	6,110						0	0	-994
188 PALO ALTO NETWORKS INC	697435105	X			3/31/2015	3/1/2017	698	883						0	0	-185
189 PALO ALTO NETWORKS INC	697435105	X			5/6/2016	3/1/2017	1,628	1,875						0	0	-247
190 PANERA BREAD CO CL A	69840W108	X			4/20/2016	4/6/2017	1,672	1,307						0	0	365
191 PANERA BREAD CO CL A	69840W108	X			4/20/2016	5/25/2017	2,195	1,525						0	0	670
192 PANERA BREAD CO CL A	69840W108	X			4/19/2016	5/25/2017	4,703	3,251						0	0	1,452
193 PANERA BREAD CO CL A	69840W108	X			4/19/2016	6/5/2017	314	314						0	0	97
194 PANERA BREAD CO CL A	69840W108	X			5/9/2016	6/5/2017	4,082	2,815						0	0	1,267
195 PEPSICO INC	713448108	X			6/1/2012	12/19/2016	13,690	8,781						0	0	4,909
196 PEPSICO INC	713448108	X			6/4/2013	10/6/2017	2,993	1,631						0	0	1,362
197 PEPSICO INC	713448108	X			6/1/2012	6/1/2017	1,006	701						0	0	305
198 SALESFORCE COM INC	794661302	X			3/31/2016	10/13/2016	2,829	3,095						0	0	-266
199 SALESFORCE COM INC	794661302	X			8/19/2016	10/13/2016	720	738						0	0	-18
200 SALESFORCE COM INC	794661302	X			6/22/2011	10/14/2016	2,880	1,147						0	0	1,733
201 SALESFORCE COM INC	794661302	X			6/22/2010	10/20/2016	2,902	927						0	0	1,975
202 SCHLUMBERGER LTD	806857108	X			5/22/2015	8/23/2016	1,636	1,842						0	0	-206
203 SCHLUMBERGER LTD	806857108	X			7/22/2015	8/23/2016	818	912						0	0	-84
204 SCHLUMBERGER LTD	806857108	X			7/22/2015	8/23/2016	2,164	2,817						0	0	-653
205 SCHLUMBERGER LTD	806857108	X			1/18/2017	5/19/2017	1,443	1,733						0	0	-290
206 SCHLUMBERGER LTD	806857108	X			7/22/2015	6/21/2017	1,962	2,537						0	0	-575
207 SCHLUMBERGER LTD	806857108	X			1/6/2017	6/21/2017	1,308	1,733						0	0	-425
208 SCHLUMBERGER LTD	806857108	X			6/30/2016	6/21/2017	2,416	2,101						0	0	315
209 TAIWAN SEMICONDUCTOR M	874039100	X			3/30/2016	7/12/2016	1,643	1,482						0	0	161
210 UNITED TECHNOLOGIES CO	913017109	X			8/22/2011	7/13/2017	17,623	11,032						0	0	6,591
211 UNIVERSAL HEALTH SERVIC	913903100	X			9/22/2015	6/16/2017	2,952	3,196						0	0	-544
212 UNIVERSAL HEALTH SERVIC	913903100	X			9/21/2015	6/19/2017	4,845	5,824						0	0	-973
213 UNIVERSAL HEALTH SERVIC	913903100	X			9/22/2015	6/19/2017	807	973						0	0	-166
214 VALERO ENERGY CORP NE	91913Y100	X			5/3/2016	10/28/2016	1,759	1,749						0	0	10
215 VALERO ENERGY CORP NE	91913Y100	X			2/11/2016	10/28/2016	586	547						0	0	39

Part 1, Line 6 (990-PF) - Gain/Loss from Sale of Assets Other Than Inventory

Description	CUSIP #	Check "x" to include in Part IV	Purchaser	Check "X" if Purchaser is a Business	Acquisition Method	Date Acquired	Date Sold	Totals		Gross Sales	Valuation Method	Expense of Sale and Cost of Improvements	Depreciation	Adjustments	Net Gain or Loss
								Capital Gains/Losses	Other Sales						
Long Term CG Distributions	Amount														
217 VALERO ENERGY CORP NEW	91913Y100	X				2/11/2016	11/3/2016	1,151	1,094	917,432					151,523
218 VALERO ENERGY CORP NEW	91913Y100	X				6/22/2016	11/3/2016	1,727	1,590	0					137
219 VALERO ENERGY CORP NEW	91913Y100	X				2/11/2017	5/19/2017	639	554	0					85
220 VALERO ENERGY CORP NEW	91913Y100	X				6/23/2016	9/19/2017	1,277	1,073	0					204
221 VERIZON COMMUNICATIONS	92343V104	X				9/29/2015	9/2/2016	3,154	3,154	0					538
222 VERIZON COMMUNICATIONS	92343V104	X				8/22/2017	5/4/2017	5,049	3,887	0					1,162
223 VERIZON COMMUNICATIONS	92343V104	X				9/29/2015	5/4/2017	459	438	0					23
224 WELLS FARGO & COMPANY	949746101	X				1/24/2017	5/22/2017	2,640	2,750	0					-110
225 WELLS FARGO & COMPANY	949746101	X				8/10/2015	5/22/2017	528	526	0					2
226 WILLIAMS COS INC	969457100	X				9/27/2016	1/18/2017	9,296	10,067	0					-771
227 YUM CHINA HOLDINGS INC	98850P109	X				8/22/2011	12/6/2016	3,635	1,867	0					1,768
228 YUM CHINA HOLDINGS INC	98850P109	X				4/25/2014	12/6/2016	280	220	0					60
229 ACCENTURE PLC-CL A	G1151C101	X				1/17/2014	10/7/2016	3,718	2,670	0					1,048
230 ACCENTURE PLC-CL A	G1151C101	X				3/17/2017	4/5/2017	1,066	1,125	0					-59
231 ACCENTURE PLC-CL A	G1151C101	X				3/17/2017	6/9/2017	2,141	2,125	0					16
232 ACCENTURE PLC-CL A	G1151C101	X				3/17/2017	6/9/2017	2,790	2,749	0					41
233 ACCENTURE PLC-CL A	G1151C101	X				3/17/2017	6/28/2017	2,575	2,624	0					-49
234 ACCENTURE PLC-CL A	G1151C101	X				1/28/2016	6/26/2017	3,149	3,149	0					40
235 ACCENTURE PLC-CL A	G1151C101	X				11/6/2014	6/29/2017	6,143	4,159	0					1,984
236 NXP SEMICONDUCTORS N V	N6596X109	X				2/4/2016	10/28/2016	5,979	4,562	0					1,417
237 NXP SEMICONDUCTORS N V	N6596X109	X				2/4/2016	11/2/2016	5,962	4,562	0					1,400
238 NXP SEMICONDUCTORS N V	N6596X109	X				2/4/2016	11/11/2016	2,539	1,977	0					562
239 NXP SEMICONDUCTORS N V	N6596X109	X				3/17/2016	11/11/2016	4,883	3,275	0					1,608
240 BROADCOM LTD	Y09827109	X				3/17/2016	9/2/2016	680	606	0					84
241 BROADCOM LTD	Y09827109	X				12/2/2016	12/7/2017	1,844	1,477	0					367
242 BROADCOM LTD	Y09827109	X				2/3/2016	12/7/2017	615	396	0					219
243 YUM CHINA HOLDINGS INC	98850P109	X				2/1/2013	12/6/2016	1,118	747	0					371
244 YUM CHINA HOLDINGS INC	98850P109	X				4/24/2014	12/6/2016	839	654	0					185
245 BROADCOM LTD	Y09827109	X				2/3/2016	3/6/2017	1,083	660	0					423
246 BROADCOM LTD	Y09827109	X				3/17/2016	3/17/2017	4,657	3,181	0					1,476
247 BROADCOM LTD	Y09827109	X				12/2/2016	3/17/2017	3,992	2,953	0					1,039
248 BROADCOM LTD	Y09827109	X				2/3/2016	3/17/2017	444	265	0					179
249 BROADCOM LTD	Y09827109	X				10/10/2013	3/17/2017	222	132	0					90
250 BROADCOM LTD	Y09827109	X				2/3/2016	3/17/2017	3,326	650	0					2,676
251 BROADCOM LTD	Y09827109	X				2/3/2016	4/5/2017	1,981	1,191	0					790
252 ACCENTURE PLC-CL A	G1151C101	X				10/10/2013	6/1/2017	1,175	217	0					958
253 NABORS INDUSTRIES LTD	G6359F103	X				1/28/2016	6/29/2017	1,108	1,090	0					18
254 NABORS INDUSTRIES LTD	G6359F103	X				10/28/2016	11/30/2016	1,772	1,343	0					429
255 NABORS INDUSTRIES LTD	G6359F103	X				10/28/2016	11/30/2016	2,423	1,813	0					610
256 NABORS INDUSTRIES LTD	G6359F103	X				10/28/2016	12/6/2016	855	604	0					251
257 NABORS INDUSTRIES LTD	G6359F103	X				8/23/2016	12/6/2016	2,224	1,335	0					889
258 NXP SEMICONDUCTORS N V	N6596X109	X				7/21/2016	10/13/2016	3,047	2,534	0					513
259 NXP SEMICONDUCTORS N V	N6596X109	X				7/12/2016	10/13/2016	406	323	0					83
260 NXP SEMICONDUCTORS N V	N6596X109	X				7/12/2016	10/27/2016	3,600	2,904	0					696
261 NXP SEMICONDUCTORS N V	N6596X109	X				2/4/2016	10/27/2016	400	304	0					96
262 NXP SEMICONDUCTORS N V	N6596X109	X				5/3/2016	10/27/2016	8,529	7,674	0					1,255
263 NXP SEMICONDUCTORS N V	N6596X109	X				6/28/2016	10/27/2016	2,976	2,305	0					671
264 NXP SEMICONDUCTORS N V	N6596X109	X				7/11/2016	10/27/2016	1,984	1,610	0					374
265 ACCENTURE PLC-CL A	G1151C101	X				11/7/2014	6/29/2017	737	501	0					236

Part I, Line 16c (990-PF) - Other Professional Fees

		41,066	41,066	0	0
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)
1	BNYM MANAGEMENT FEES	23,566	23,566		0
2	OTHER PROFESSIONAL FEES	17,500	17,500		0

Part I, Line 18 (990-PF) - Taxes

		1,547	1,547	0	0
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	FOREIGN TAXES WITHHELD	1,547	1,547		

Part I, Line 23 (990-PF) - Other Expenses

		80	80	0	0
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	ADR FEES	80	80		

Part II, Line 13 (990-PF) - Investments - Other

Asset Description		Basis of Valuation	Book Value Beg of Year	Book Value End of Year	FMV End of Year
1			3,495,045	3,918,666	5,193,963
2	EATON CORP PLC		0	8,026	14,009
3	INVENCO LTD		0	9,645	15,132
4	NABORS INDUSTRIES LTD COM		0	11,413	7,652
5	BROADCOM LTD		0	2,731	14,682
6	ABBOTT LABORATORIES		0	13,626	15,555
7	ADOBE SYS INC COM		0	10,388	15,275
8	AGILENT TECHNOLOGIES INC		0	8,686	12,455
9	ALLY FINANCIAL INC		0	13,216	14,002
10	ALPHABET INC/CA		0	14,528	16,734
11	AMAZON COM INC		0	8,699	14,520
12	BNY MELLON MID CAP STK FD CL M		0	39,725	82,387
13	BNY MELLON INTERMEDIATE BOND FD C		0	38,547	37,591
14	BNY MELLON BOND FD CL M		0	53,369	52,870
15	BNY MELLON EMERGING MKTS FD CL M		0	23,065	28,295
16	COMCAST CORP NEW CL A		0	12,129	15,179
17	CONSTELLATION BRANDS INC		0	7,640	11,818
18	COSTCO WHSL CORP NEW		0	12,314	11,995
19	DOW CHEMICAL COMPANY COMMON		0	9,098	11,983
20	DREYFUS INFL TN ADJ SEC-Y		0	5,280	5,407
21	DREYFUS PREM LT TRM HI YLD-R		0	7,500	7,993
22	DREYFUS DIVERSIFIED INTL-Y		0	45,236	64,606
23	DREYFUS INTL SMALL CAP-Y		0	7,500	9,524
24	ELECTRONIC ARTS		0	11,279	14,378
25	HARTFORD FINL SVCS GROUP INC COM		0	11,521	13,668
26	HONEYWELL INTL INC		0	8,380	10,796
27	YUM BRANDS INC		0	10,099	16,965
28	ZIMMER HLDGS INC		0	9,197	9,630
29	ALLERGAN PLC		0	15,214	14,342
30	ILLINOIS TOOL WORKS INC COM		0	7,486	11,460
31	MICRON TECHNOLOGY		0	11,395	17,020
32	NVIDIA CORP		0	8,849	18,937
33	PHILIP MORRIS INTERNATIONAL		0	9,184	12,920
34	SCHWAB CHARLES CORP NEW		0	15,437	15,466
35	DREYFUS SELECT MGER S/C GR-Y		0	10,000	13,837
36	DREYFUS SELECT MGER S/C VL-Y		0	22,851	33,752
37	TESORO PETROLEUM CORPORATION CO		0	7,470	8,424
38	3M CO		0	8,013	11,867
39	TWENTY FIRST CENTURY FOX INC		0	11,291	10,202
40	UNITED HEALTH GROUP INC		0	11,070	13,906
41	VALERO ENERGY CORP NEW		0	4,818	10,794
42	VISA INC		0	9,693	12,191
43	YUM BRANDS INC		0	9,335	11,064
44	BNY MELLON SMALL/MID CAP FUND-M		0	91,074	108,713
45	BNY MELLON FOCUSED EQUITY OPP-M		0	75,892	101,130
46	BNY MELLON S/T US GVT SECS FD CL M		0	17,620	16,746

Part II, Line 13 (990-PF) - Investments - Other

	Asset Description	Basis of Valuation	Book Value Beg. of Year	3,495,045	3,918,666	5,193,963
			End of Year	End of Year	End of Year	End of Year
47	BNY MELLON INTERMEDIATE BOND FD C		0	23,194	22,172	
48	BNY MELLON BOND FD CL M		0	29,631	28,147	
49	BNY MELLON EMERGING MKTS FD CL M		0	24,277	24,265	
50	DREYFUS L/C EQUITY FUND-Y		0	63,376	122,141	
51	DREYFUS DIVERSIFIED INTL-Y		0	49,020	63,027	
52	DREYFUS US EQUITY FUND-Y		0	71,355	97,338	
53	BNY MELLON LARGE CAP STK FD CL M		0	127,616	126,401	
54	BNY MELLON INCOME STK FD CL M		0	25,224	26,078	
55	BNY MELLON SMALL/MID CAP FUND-M		0	71,709	81,840	
56	BNY MELLON FOCUSED EQUITY OPP-M		0	78,508	86,028	
57	BNY MELLON INTERMEDIATE BOND FD C		0	35,000	34,668	
58	BNY MELLON BOND FD CL M		0	45,103	44,373	
59	BNY MELLON EMERGING MKTS FD CL M		0	27,000	29,181	
60	DREYFUS/NEWTON INTERN EQTY-Y		0	50,000	50,149	
61	ALLERGAN PLC		0	10,730	15,558	
62	ACCENTURE PLC IRELAND SHS CL A		0	5,750	8,039	
63	EATON CORP PLC		0	11,849	20,236	
64	INGERSOLL-RAND PLC		0	11,426	29,245	
65	INVESCO LTD		0	11,634	22,522	
66	NABORS INDUSTRIES LTD COM		0	16,395	11,966	
67	BROADCOM LTD		0	7,939	30,530	
68	AT&T INC		0	9,998	11,696	
69	ABBOTT LABORATORIES		0	17,019	20,902	
70	ADOBE SYS INC COM		0	10,985	28,147	
71	AGILENT TECHNOLOGIES INC		0	14,414	17,793	
72	ALEXION PHARMACEUTICALS INC		0	12,137	11,072	
73	ALIGN TECHNOLOGY INC		0	9,228	9,307	
74	ALLY FINANCIAL INC		0	18,928	18,601	
75	ALPHABET INC/CA		0	29,056	46,484	
76	AMAZON COM INC		0	11,914	44,528	
77	AMERICAN TOWER CORP-CL A		0	7,505	10,586	
78	APPLE COMPUTER INC COM		0	3,464	21,027	
79	BNY MELLON MID CAP STK FD CL M		0	219,417	318,224	
80	BNY MELLON INTERMEDIATE BOND FD C		0	320,902	330,868	
81	BNY MELLON BOND FD CL M		0	13,890	13,155	
82	BNY MELLON EMERGING MKTS FD CL M		0	42,615	65,793	
83	BNY MELLON INTL FD CL M SHSS		0	48,186	56,114	
84	BANK AMER CORP		0	19,300	28,384	
85	BIOMARIN PHARMACEUTICAL INC		0	7,375	6,176	
86	BRISTOL MYERS SQUIBB CO COM		0	9,574	10,587	
87	CSX CORP COM		0	15,471	21,824	
88	CELANESE CORP DEL		0	8,740	20,887	
89	CELGENE CORP		0	10,561	12,597	
90	CHEVRONTXACO CORP		0	10,872	12,415	
91	CITIZENS FINANCIAL GROUP INC		0	9,047	14,986	
92	COMCAST CORP NEW CL A		0	20,973	28,022	

Part II, Line 13 (990-PF) - Investments - Other

	Asset Description	Basis of Valuation	Book Value Beg of Year	Book Value End of Year	FMV End of Year
93	CONSTELLATION BRANDS INC		0	13,932	20,535
94	COSTCO WHSL CORP NEW		0	13,154	16,793
95	DFAEMERG MKTS CORE EQUITY		0	50,000	52,425
96	DEERE & COMPANY		0	12,157	11,741
97	DISNEY (WALT) COMPANY HOLDING CO		0	8,265	15,938
98	DOMINION RES INC VA NEW		0	10,964	12,261
99	DOW CHEMICAL COMPANY COMMON		0	12,287	15,768
100	DREYFUS BASIC S&P 500 STKI		0	233,285	248,840
101	DREYFUS PREM LT TRM HI YLD-R		0	35,501	41,471
102	DREYFUS GLOBAL REAL ES SEC-Y		0	8,333	10,473
103	DREYFUS INTL SMALL CAP-Y		0	34,981	44,420
104	DREYFUS/NEWTON INTERN EQTY-Y		0	123,243	150,506
105	ELECTRONIC ARTS		0	18,705	24,316
106	EMPIRE STATE REALTY TRUST-A		0	6,487	6,646
107	EQUINIX INC		0	7,411	7,296
108	EXELON CORP		0	11,802	13,346
109	EXXON MOBIL CORP		0	6,089	11,544
110	FACEBOOK INC		0	11,173	34,574
111	GLAXO SMITHKLINE PLC		0	0	172,480
112	HALLIBURTON COMPANY COM		0	8,328	10,976
113	HARTFORD FINL SVCS GROUP INC COM		0	16,756	22,079
114	HILL ROM HLDGS		0	6,984	7,165
115	HOME DEPOT INC USD 0 05		0	5,203	24,544
116	HONEYWELL INTL INC		0	6,287	24,125
117	ILLINOIS TOOL WORKS INC COM		0	16,545	27,218
118	INTERCONTINENTALEXCHANGE GRO		0	8,781	22,083
119	KIMCO RLTY CORP		0	3,890	3,854
120	INCYTE GENOMICS INC		0	7,818	10,199
121	ELI LILLY & CO COM		0	11,272	11,522
122	MERCK & CO INC		0	15,626	17,945
123	MICROSOFT CORP COM		0	5,234	8,272
124	MICRON TECHNOLOGY		0	20,922	33,443
125	MONDELEZ INTERNATIONAL INC		0	16,425	16,844
126	MONSTER BEVERAGE CORP		0	7,560	16,394
127	NIKE INC CL B		0	15,339	16,638
128	NUCOR CORP		0	10,457	13,889
129	NVIDIA CORP		0	14,932	31,514
130	PANERA BREAD CO		0	2,775	4,090
131	PEPSICO INC		0	6,838	17,439
132	PHILIP MORRIS INTERNATIONAL		0	10,519	21,963
133	PIONEER NAT RES CO		0	6,812	7,500
134	PROCTER & GAMBLE CO COM		0	7,649	13,072
135	SALESFORCE COM INC		0	3,956	11,951
136	SCHLUMBERGER LIMITED COM		0	8,852	8,296
137	SCHWAB CHARLES CORP NEW		0	18,268	24,487
138	SPLUNK INC		0	16,687	15,360

3,495,045 3,918,666 5,193,963

Part II, Line 13 (990-PF) - Investments - Other

	Asset Description	Basis of Valuation	Book Value Beg. of Year	Book Value End of Year	FMV End of Year
139	STARBUCKS CORP COM		0	10,787	9,913
140	DREYFUS SELECT MGER S/C GR-Y		0	53,207	74,625
141	DREYFUS INTENATION STOCK-Y		0	135,000	167,497
142	STRATEGIC GLBL STOCK-Y		0	8,301	12,550
143	DREYFUS SELECT MGER S/C VL-Y		0	79,904	119,098
144	SYNCHRONY FINANCIAL		0	16,734	18,190
145	TCW EMERGING MARKETS INCOME FUN		0	49,527	44,962
146	T -MOBILE US INC		0	13,800	12,730
147	TAIWAN SEMICONDUCTOR ADR		0	12,146	16,082
148	TARGA RESOURCES INVESTMENTS		0	8,248	6,328
149	TESARO INC		0	5,627	4,895
150	TESORO PETROLEUM CORPORATION CO		0	13,908	15,912
151	3M CO		0	11,545	16,863
152	TIME WARNER INC		0	6,621	9,037
153	TWENTY FIRST CENTURY FOX INC		0	15,724	14,453
154	UNITED HEALTH GROUP INC		0	23,296	30,594
155	VALERO ENERGY CORP NEW		0	4,791	14,167
156	VISA INC		0	19,485	23,445
157	VIRTUS EMERGING MKTS OPPOR-I		0	50,529	54,728
158	VOYA FINANCIAL INC		0	15,842	16,969
159	WELLS FARGO & CO NEW		0	7,324	14,739

Part III (990-PF) - Changes in Net Assets or Fund Balances**Line 3 - Other increases not included in Part III, Line 2**

1	GAIN ON PRIOR YEAR SALES SETTLED IN CURRENT YEAR	1	652
2	FEDERAL TAX REFUND	2	1,253
3	Total	3	1,905

Line 5 - Decreases not included in Part III, Line 2

1	EXCESS FMV OVER COST OF ASSETS CONTRIBUTED	1	58,790
2	GAIN ON CURRENT YEAR SALES NOT SETTLED AT YEAR END	2	3,264
3	BASIS CHANGE ON DIVS TREATED AS ROC - MONDELEZ INTERNATIONAL	3	99
4	BASIS CHANGE ON DIVS TREATED AS ROC - NVIDIA CORP	4	34
5	BASIS CHANGE ON DIVS TREATED AS ROC - EATON CORP PLC	5	1,003
6	Total	6	63,190

Part VII, Line 1 (990-PF) - Compensation of Officers, Directors, Trustees, and Foundation Managers

	Name	Check "X" if Business	Street	City	State	Zip Code	Foreign Country	Title	Avg Hrs Per Week	Compensation	Benefits	Expense Account
1	MICHAEL MORAN		P O BOX 383, NEWARK ROAD	UNIONVILLE	PA	19375		TRUSTEE	1 00		0 NONE	NONE
2	ANNE MORAN		P O BOX 383, NEWARK ROAD	UNIONVILLE	PA	19375		SECRETARY	1 00		0 NONE	NONE

Part VI, Line 6a (990-PF) - Estimated Tax Payments

	Date	Amount
1 Credit from prior year return	1	771
2 First quarter estimated tax payment	2	
3 Second quarter estimated tax payment	3	
4 Third quarter estimated tax payment	4	
5 Fourth quarter estimated tax payment	5	
6 Other payments	6	
7 Total	7	771

Schedule B
(Form 990, 990-EZ,
or 990-PF)

Department of the Treasury
Internal Revenue Service

Schedule of Contributors

▶ Attach to Form 990, Form 990-EZ, or Form 990-PF.

▶ Information about Schedule B (Form 990, 990-EZ, or 990-PF) and its instructions is at www.irs.gov/form990.

OMB No 1545-0047

2016

Name of the organization APPLESTONE FOUNDATION-IMA	Employer identification number 84-1663629
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Organization type (check one)

Filers of:

Section:

Form 990 or 990-EZ

501(c)() (enter number) organization

4947(a)(1) nonexempt charitable trust **not** treated as a private foundation

527 political organization

Form 990-PF

501(c)(3) exempt private foundation

4947(a)(1) nonexempt charitable trust treated as a private foundation

501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule**.

Note: Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.

General Rule

For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, contributions totaling \$5,000 or more (in money or property) from any one contributor. Complete Parts I and II. See instructions for determining a contributor's total contributions.

Special Rules

For an organization described in section 501(c)(3) filing Form 990 or 990-EZ that met the 33 1/3 % support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), that checked Schedule A (Form 990 or 990-EZ), Part II, line 13, 16a, or 16b, and that received from any one contributor, during the year, total contributions of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II.

For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 *exclusively* for religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals. Complete Parts I, II, and III.

For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions *exclusively* for religious, charitable, etc., purposes, but no such contributions totaled more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Don't complete any of the parts unless the **General Rule** applies to this organization because it received *nonexclusively* religious, charitable, etc., contributions totaling \$5,000 or more during the year. ▶ \$ _____

Caution: An organization that isn't covered by the General Rule and/or the Special Rules doesn't file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer "No" on Part IV, line 2, of its Form 990, or check the box on line H of its Form 990-EZ or on its Form 990-PF, Part I, line 2, to certify that it doesn't meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

Name of organization APPLESTONE FOUNDATION-IMA	Employer identification number 84-1663629
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Part I Contributors (See instructions). Use duplicate copies of Part I if additional space is needed

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	BRYN CLOVIS FOUNDATION, INC -IMA C/O BNY MELLON, N A P O BOX 185 PITTSBURGH PA 15230-0185 Foreign State or Province _____ Foreign Country _____	\$ 503,009	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contributions)
2	BRYN CLOVIS FOUNDATION, INC -IMA C/O BNY MELLON, N A P O BOX 185 PITTSBURGH PA 15230-0185 Foreign State or Province _____ Foreign Country _____	\$ 6,156	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
-----	----- ----- Foreign State or Province _____ Foreign Country _____	\$ -----	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
-----	----- ----- Foreign State or Province _____ Foreign Country _____	\$ -----	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
-----	----- ----- Foreign State or Province _____ Foreign Country _____	\$ -----	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
-----	----- ----- Foreign State or Province _____ Foreign Country _____	\$ -----	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)

Name of organization APPLESTONE FOUNDATION-IMA	Employer identification number 84-1663629
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Part II Noncash Property (See instructions). Use duplicate copies of Part II if additional space is needed.

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
1	2997 SH BNY MELLON MID CAP STK FD CL M ----- ----- -----	\$ 49,510	6/21/2017
1	4158 SH BNY MELLON INTERMEDIATE BD-M ----- ----- -----	\$ 52,266	6/21/2017
1	1035 SH BNY MELLON BOND FD CL M ----- ----- -----	\$ 13,238	6/21/2017
1	2418 SH BNY MELLON EMERGING MKTS FD CL M SH ----- ----- -----	\$ 24,228	6/21/2017
1	1998 SH BNY MELLON INTL FD CL M SHSS ----- ----- -----	\$ 25,235	6/21/2017
1	5067 SH DREYFUS BASIC S&P 500 STK I ----- ----- -----	\$ 250,158	6/21/2017

Name of organization APPLESTONE FOUNDATION-IMA	Employer identification number 84-1663629
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Part II Noncash Property (See instructions). Use duplicate copies of Part II if additional space is needed

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
1	591 SH DREYFUS PREM LT TRM HI YLD-R ----- ----- -----	\$ 3,741	6/21/2017 -----
1	1182 SH DREYFUS GLOBAL REAL ES SEC-Y ----- ----- -----	\$ 10,555	6/21/2017 -----
1	420 SH DREYFUS INTL SMALL CAP-Y ----- ----- -----	\$ 6,321	6/21/2017 -----
1	1185 SH DREYFUS/NEWTON INTERN EQTY-Y ----- ----- -----	\$ 24,115	6/21/2017 -----
1	480 SH DREYFUS SELECT MGER S/C GR-Y ----- ----- -----	\$ 12,254	6/21/2017 -----
1	630 SH STRATEGIC GLBL STOCK-Y ----- ----- -----	\$ 12,543	6/21/2017 -----

Name of organization APPLESTONE FOUNDATION-IMA	Employer identification number 84-1663629
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Part II Noncash Property (See instructions) Use duplicate copies of Part II if additional space is needed.

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
1	780 SH DREYFUS SELECT MGER S/C VL-Y ----- ----- -----	\$ 18,845	6/21/2017
-----	----- ----- -----	\$ -----	-----
-----	----- ----- -----	\$ -----	-----
-----	----- ----- -----	\$ -----	-----
-----	----- ----- -----	\$ -----	-----
-----	----- ----- -----	\$ -----	-----

Name of organization APPLESTONE FOUNDATION-IMA	Employer identification number 84-1663629
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Part III Exclusively religious, charitable, etc., contributions to organizations described in section 501(c)(7), (8), or (10) that total more than \$1,000 for the year from any one contributor. Complete columns (a) through (e) and the following line entry For organizations completing Part III, enter the total of exclusively religious, charitable, etc., contributions of \$1,000 or less for the year (Enter this information once See instructions) ▶ \$ 0
 Use duplicate copies of Part III if additional space is needed

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
-----	----- ----- -----	----- ----- -----	----- ----- -----

(e) Transfer of gift	
Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee
----- ----- ----- -----	----- ----- ----- -----
For Prov Country	

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
-----	----- ----- -----	----- ----- -----	----- ----- -----

(e) Transfer of gift	
Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee
----- ----- ----- -----	----- ----- ----- -----
For Prov Country	

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
-----	----- ----- -----	----- ----- -----	----- ----- -----

(e) Transfer of gift	
Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee
----- ----- ----- -----	----- ----- ----- -----
For Prov Country	

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
-----	----- ----- -----	----- ----- -----	----- ----- -----

(e) Transfer of gift	
Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee
----- ----- ----- -----	----- ----- ----- -----
For Prov Country	